

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

This material may be subject to the confidentiality provision of Section 7A (b) of the Clayton Act which restricts release under the Freedom of Information Act

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BY HAND

Linda A. Heban, Esquire
Federal Trade Commission

Pre-merger Notification Office
6th and Pennsylvania Avenue, N.W., Room 303
Washington, D.C. 20580

Re: Interco, Incorporated Acquisition of The Lane Company, Incorporated

Dear Ms. Heban:

This is to confirm the advice you rendered in our telephone conversation of

On [REDACTED] filed a Hart-Scott-Rodino Pre-merger Notification Form with the Department of Justice Antitrust Division and Federal Trade Commission advising those agencies of its intention to make a cash tender offer for [REDACTED]. The time within which Interco was precluded from making that acquisition (fifteen days) passed with neither the Antitrust Division nor the Federal

from consummating the acquisition transaction during a second thirty day waiting period that would presumably commence with the filing of the second Hart-Scott-Rodino Form.

Linda A. Heban, Esquire
January 8, 1987
Page 2



You advised that as long as the reported tender offer was for fifty percent or more, or control of the company to be acquired, a second Hart-Scott-Rodino filing need not be made upon the reformation of that tender offer into an acquisition

period; and, as far as Hart-Scott-Rodino reporting and waiting requirements are concerned, the acquisition by agreement rather than tender offer could take place on any

Sincerely, _____



1/8/87

Okay

FEDERAL TRADE COMMISSION
TRANSMITTAL SLIP

TO:

Jahn

For:

- Approval.
- Signature.
- Recommendation.
- Remark.
- Information.

Wayne
Date 1/8/87.

- Necessary action.
- Note and return.
- For analysis.

REMARKS:

although the letter is not complete, I believe it is correct since the two items will remain as

as beneficial ownership

... that is the real concern

April
FTC Form 33 (11/78)

Thank you